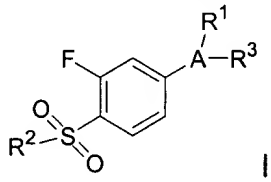
Amendments to the Claims:

The listing of claims will replace all prior versions, and listings, of claims in the Application.

Listing of the Claims:

Claims 1-6 (canceled)

Claim 7 (previously presented): A compound of Formula I:



I

wherein

A is a radical selected from the group consisting of thienyl, furanone, isoxazolyl, pyrazolyl, cyclopentenyl and pyridinyl;

R^1 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of C_{1-2}-alkyl, C_{1-2}-haloalkyl, cyano, carboxyl, C_{1-2}-alkoxycarbonyl, hydroxyl, C_{1-2}-hydroxyalkyl, C_{1-2}-haloalkoxy, amino, C_{1-2}-alkylamino, phenylamino, nitro, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylsulfinyl, halo, C_{1-2}-alkoxy and C_{1-3}-alkylthio;

R^2 is methyl or amino; and

R^3 represents one or more radicals selected from the group consisting of hydrido, halo, C_{1-2}-alkyl, C_{2-3}-alkenyl, C_{2-3}-alkynyl, oxo, cyano, carboxyl, cyano-C_{1-3}-alkyl, (5- or 6- member ring heterocyclyl)oxy, C_{1-3}-alkoxy, C_{1-3}-alkylthio, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkyl, phenyl, C_{1-3}-haloalkyl, 5- or 6- member ring heterocyclyl, C_{3-6}-cycloalkenyl, phenyl-C_{1-3}-alkyl, (5- or 6- member ring heterocyclyl)-C_{1-3}-alkyl, C_{1-3}-alkylthio-C_{1-3}-alkyl, C_{1-3}-hydroxyalkyl, C_{1-3}-alkoxycarbonyl, phenylcarbonyl, phenyl-C_{1-3}-alkylcarbonyl, phenyl-C_{2-3}-alkenyl,

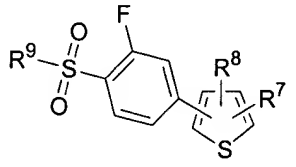
C_{1-3}-alkoxy-C_{1-3}-alkyl, phenylthio-C_{1-3}-alkyl, phenyloxy-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxycarbonyl-C_{1-3}-alkyl, aminocarbonyl, aminocarbonyl-C_{1-3}-alkyl, C_{1-3}-alkylaminocarbonyl, N-phenylaminocarbonyl, N-(C_{1-3}-alkyl)-N-phenylaminocarbonyl, C_{1-3}-alkylaminocarbonyl-C_{1-3}-alkyl, carboxy-C_{1-3}-alkyl, C_{1-3}-alkylamino, N-phenylamino, N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-phenylamino, amino-C_{1-3}-alkyl, C_{1-3}-alkylamino-C_{1-3}-alkyl, N-phenylamino-C_{1-3}-alkyl, N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenylamino-C_{1-3}-alkyl, phenyloxy, phenyl-C_{1-3}-alkoxy, phenylthio, phenyl-C_{1-3}-alkylthio, C_{1-3}-alkylsulfinyl, C_{1-3}-alkylsulfonyl, aminosulfonyl, C_{1-3}-alkylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-(C_{1-3}-alkyl)-N-phenylaminosulfonyl;

or a pharmaceutically-acceptable salt, tautomer or prodrug thereof;

provided that when R^1 is 4-bromophenyl: (a) A is not pyrazolyl when R^2 is methyl and R^3 is hydrogen, cyano, trifluoromethyl or ethoxycarbonyl; (b) A is not isoxazolyl when R^3 is methyl; and (c) A is not 2-furanonyl when R^3 is hydrogen.

Claims 8-30 (canceled).

Claim 31 (previously presented): A compound of Formula III:



III

wherein:

R^7 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of C_{1-2}-alkyl, C_{1-2}-haloalkyl, cyano, carboxyl, C_{1-2}-alkoxycarbonyl, hydroxyl, C_{1-2}-hydroxyalkyl, C_{1-2}-haloalkoxy, amino, C_{1-2}-alkylamino, phenylamino, nitro, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylsulfinyl, halo, C_{1-2}-alkoxy and C_{1-3}-alkylthio;

R^8 is a radical selected from the group consisting of hydrido, halo, C_{1-2}-alkyl, C_{2-3}-alkenyl, C_{2-3}-alkynyl, oxo, cyano, carboxyl, cyano-C_{1-3}-alkyl, heterocyclyloxy, C_{1-3}-alkoxy, C_{1-3}-alkylthio, alkylcarbonyl, cycloalkyl, phenyl, C_{1-3}-haloalkyl, heterocyclyl, cycloalkenyl, phenyl-C_{1-3}-alkyl, heterocyclyl-C_{1-3}-alkyl, C_{1-3}-alkylthio-C_{1-3}-alkyl, C_{1-3}-hydroxyalkyl, C_{1-3}-alkoxycarbonyl, phenylcarbonyl, phenyl-C_{1-3}-alkylcarbonyl, phenyl-C_{2-3}-alkenyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenylthio-C_{1-3}-alkyl, phenyloxyalkyl, alkoxyphenylalkoxyalkyl, alkoxycarbonylalkyl, aminocarbonyl, aminocarbonyl-C_{1-3}-alkyl, C_{1-3}-alkylaminocarbonyl, N-phenylaminocarbonyl, N-(C_{1-3}-alkyl)-N-phenylaminocarbonyl, C_{1-3}-alkylaminocarbonyl-C_{1-3}-alkyl, carboxy-C_{1-3}-alkyl, C_{1-3}-alkylamino, N-arylamino, N-aralkylamino, N-(C_{1-3}-alkyl)-N-aralkylamino, N-(C_{1-3}-alkyl)-N-arylamino, amino-C_{1-3}-alkyl, C_{1-3}-alkylaminoalkyl, N-phenylamino-C_{1-3}-alkyl, N-phenyl-C_{1-3}-alkylaminoalkyl, N-(C_{1-3}-alkyl)-N-(phenyl-C_{1-3}-alkyl)amino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenylamino-C_{1-3}-alkyl, phenyloxy, phenylalkoxy, phenylthio, phenyl-C_{1-3}-alkylthio, C_{1-3}-alkylsulfinyl, C_{1-3}-alkylsulfonyl, aminosulfonyl, C_{1-3}-alkylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-(C_{1-3}-alkyl)-N-phenylaminosulfonyl; and

R^9 is methyl or amino; or

a pharmaceutically-acceptable salt, tautomer or prodrug thereof.

Claim 32 (previously presented) Compound of Claim 31 wherein:

R^7 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of C_{1-2}-alkyl, C_{1-2}-haloalkyl, cyano, carboxyl, C_{1-2}-alkoxycarbonyl, hydroxyl, C_{1-2}-hydroxyalkyl, C_{1-2}-haloalkoxy, amino, C_{1-2}-alkylamino, phenylamino, nitro, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylsulfinyl, halo, C_{1-2}-alkoxy and C_{1-3}-alkylthio;

R^8 is a radical selected from the group consisting of hydrido, halo, C_{1-2}-alkyl, C_{2-3}-alkenyl, C_{2-3}-alkynyl, oxo, cyano, carboxyl, cyano-C_{1-3}-alkyl, (5- or 6-member ring heterocyclyl)oxy, C_{1-3}-alkoxy, C_{1-3}-alkylthio, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkyl, phenyl, C_{1-3}-haloalkyl, 5- or 6- member ring heterocyclyl, C_{3-6}-

cycloalkenyl, phenyl-C_{1-3}-alkyl, (5- or 6- member ring heterocyclyl)-C_{1-3}-alkyl, C_{1-3}-alkylthio-C_{1-3}-alkyl, C_{1-3}-hydroxyalkyl, C_{1-3}-alkoxycarbonyl, phenylcarbonyl, phenyl-C_{1-3}-alkylcarbonyl, phenyl-C_{2-3}-alkenyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenylthio-C_{1-3}-alkyl, phenyloxy-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxycarbonyl-C_{1-3}-alkyl, aminocarbonyl, aminocarbonyl-C_{1-3}-alkyl, C_{1-3}-alkylaminocarbonyl, N-phenylaminocarbonyl, N-(C_{1-3}-alkyl)-N-phenylaminocarbonyl, C_{1-3}-alkylaminocarbonyl-C_{1-3}-alkyl, carboxy-C_{1-3}-alkyl, C_{1-3}-alkylamino, N-phenylamino, N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-phenylamino, amino-C_{1-3}-alkyl, C_{1-3}-alkylamino-C_{1-3}-alkyl, N-phenylamino-C_{1-3}-alkyl, N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenylamino-C_{1-3}-alkyl, phenyloxy, phenyl-C_{1-3}-alkoxy, phenylthio, phenyl-C_{1-3}-alkylthio, C_{1-3}-alkylsulfinyl, C_{1-3}-alkylsulfonyl, aminosulfonyl, C_{1-3}-alkylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-(C_{1-3}-alkyl)-N-phenylaminosulfonyl; and

R^9 is methyl or amino; or

a pharmaceutically-acceptable salt, tautomer or prodrug thereof.

Claims 33-34 (canceled)

Claim 35 (original) Compound of Claim 32 wherein R^7 is optionally substituted phenyl.

Claim 36 (previously presented): Compound of Claim 32 wherein R^7 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of methyl, difluoromethyl, trifluoromethyl, cyano, carboxyl, methoxycarbonyl, hydroxyl, hydroxymethyl, trifluoromethoxy, amino, methylamino, phenylamino, nitro, methoxymethyl, methylsulfinyl, fluoro, chloro, bromo, methoxy and methylthio.

Claim 37 (previously presented) Compound of Claim 32 wherein R^8 is a radical selected from the group consisting of hydrido, fluoro, chloro, bromo, methyl, oxo, cyano, carboxyl, cyanomethyl, methoxy, methylthio, methylcarbonyl, phenyl, trifluoromethyl, difluoromethyl, phenylmethyl, methylthiomethyl, hydroxymethyl, methoxycarbonyl, ethoxycarbonyl, phenylcarbonyl, phenylmethylcarbonyl, methoxymethyl, phenylthiomethyl, phenyloxymethyl, methoxyphenylmethoxymethyl, methoxycarbonylmethyl, aminocarbonyl, aminocarbonylmethyl, methylaminocarbonyl, N-phenylaminocarbonyl, N-methyl-N-phenylaminocarbonyl, methylaminocarbonylmethyl, carboxymethyl, methylamino, N-phenylamino, N-(phenylmethyl)amino, N-methyl-N-(phenylmethyl)amino, N-methyl-N-phenylamino, aminomethyl, methylaminomethyl, N-phenylaminomethyl, N-phenylmethylaminomethyl, N-methyl-N-phenylmethylaminomethyl, N-methyl-N-phenylaminomethyl, phenyloxy, phenylmethoxy, phenylthio, phenylmethylthio, methylsulfinyl, methylsulfonyl, aminosulfonyl, methylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-methyl-N-phenylaminosulfonyl.

Claim 38 (previously presented) Compound of Claim 32 wherein:

R^7 is cyclohexyl or phenyl, wherein said cyclohexyl and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of methyl, difluoromethyl, trifluoromethyl, cyano, carboxyl, methoxycarbonyl, hydroxyl, hydroxymethyl, trifluoromethoxy, amino, methylamino, phenylamino, nitro, methoxymethyl, methylsulfinyl, fluoro, chloro, bromo, methoxy and methylthio; and

R^8 is a radical selected from the group consisting of hydrido, fluoro, chloro, bromo, methyl, oxo, cyano, carboxyl, cyanomethyl, methoxy, methylthio, methylcarbonyl, phenyl, trifluoromethyl, difluoromethyl, phenylmethyl, methylthiomethyl, hydroxymethyl, methoxycarbonyl, ethoxycarbonyl, phenylcarbonyl, phenylmethylcarbonyl, methoxymethyl, phenylthiomethyl, phenyloxymethyl, methoxyphenylmethoxymethyl, methoxycarbonylmethyl, aminocarbonyl, aminocarbonylmethyl, methylaminocarbonyl, N-

phenylaminocarbonyl, N-methyl-N-phenylaminocarbonyl, methylaminocarbonylmethyl, carboxymethyl, methylamino, N-phenylamino, N-(phenylmethyl)amino, N-methyl-N-(phenylmethyl)amino, N-methyl-N-phenylamino, aminomethyl, methylaminomethyl, N-phenylaminomethyl, N-phenylmethylaminomethyl, N-methyl-N-phenylmethylaminomethyl, N-methyl-N-phenylaminomethyl, phenyloxy, phenylmethoxy, phenylthio, phenylmethylthio, methylsulfinyl, methylsulfonyl, aminosulfonyl, methylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-methyl-N-phenylaminosulfonyl.

Claim 39 (canceled)

Claim 40 (previously presented) Compound of Claim 32 wherein:

R^7 is cyclohexyl or phenyl, wherein said cyclohexyl and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of halo, cyano, C_{1-2}-alkyl, C_{1-2}-haloalkyl, C_{1-2}-alkoxy, and C_{1-2}-haloalkoxy; and

R^8 is a radical selected from the group consisting of hydrido, halogen, C_{1-2}-alkyl, C_{1-3}-alkoxy, C_{1-3}-alkylcarbonyl, C_{1-3}-haloalkyl, C_{1-3}-hydroxyalkyl, and C_{1-3}-alkoxycarbonyl.

Claim 41 (previously presented) Compound of Claim 32 wherein:

R^7 is cyclohexyl or phenyl, wherein said cyclohexyl and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of methyl, difluoromethyl, trifluoromethyl, trifluoromethoxy, cyano, fluoro, chloro, bromo, iodo and methoxy; and

R^8 is a radical selected from the group consisting of hydrido, chloro, fluoro, bromo, cyano, methyl, methoxy, methylcarbonyl, trifluoromethyl, difluoromethyl, hydroxymethyl, and methoxycarbonyl.

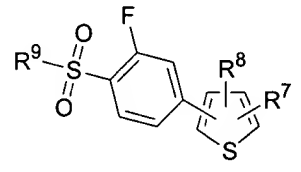
Claims 42-93 (canceled)

Claim 94 (original): A pharmaceutical composition comprising a therapeutically-effective amount of a compound of Claim 31.

Claim 95 (previously presented): A pharmaceutical composition comprising a therapeutically-effective amount of a compound of Claim 7.

Claims 96-100 (canceled).

Claim 101 (previously presented) A method of treating inflammation, said method comprising administering to the subject having or susceptible to such inflammation or inflammation-associated disorder, a therapeutically-effective amount of a compound of Formula III:



III

wherein:

R^7 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of C_{1-2}-alkyl, C_{1-2}-haloalkyl, cyano, carboxyl, C_{1-2}-alkoxycarbonyl, hydroxyl, C_{1-2}-hydroxyalkyl, C_{1-2}-haloalkoxy, amino, C_{1-2}-alkylamino, phenylamino, nitro, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylsulfinyl, halo, C_{1-2}-alkoxy and C_{1-3}-alkylthio;

R^8 is a radical selected from the group consisting of hydrido, halo, C_{1-2}-alkyl, C_{2-3}-alkenyl, C_{2-3}-alkynyl, oxo, cyano, carboxyl, cyano-C_{1-3}-alkyl, heterocyclyloxy, C_{1-3}-alkoxy, C_{1-3}-alkylthio, alkylcarbonyl, cycloalkyl, phenyl, C_{1-3}-haloalkyl, heterocyclyl, cycloalkenyl, phenyl-C_{1-3}-alkyl, heterocyclyl-C_{1-3}-alkyl, C_{1-3}-alkylthio-C_{1-3}-alkyl, C_{1-3}-hydroxyalkyl, C_{1-3}-alkoxycarbonyl, phenylcarbonyl, phenyl-C_{1-3}-alkylcarbonyl, phenyl-C_{2-3}-alkenyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenylthio-C_{1-3}-alkyl, phenyloxyalkyl, alkoxyphenylalkoxyalkyl, alkoxycarbonylalkyl, aminocarbonyl, aminocarbonyl-C_{1-3}-alkyl, C_{1-3}-alkylaminocarbonyl, N-phenylaminocarbonyl, N-(C_{1-3}-alkyl)-N-phenylaminocarbonyl, C_{1-3}-

alkylaminocarbonyl-C_{1-3}-alkyl, carboxy-C_{1-3}-alkyl, C_{1-3}-alkylamino, N-arylamino, N-aralkylamino, N-(C_{1-3}-alkyl)-N-aralkylamino, N-(C_{1-3}-alkyl)-N-arylamino, amino-C_{1-3}-alkyl, C_{1-3}-alkylaminoalkyl, N-phenylamino-C_{1-3}-alkyl, N-phenyl-C_{1-3}-alkylaminoalkyl, N-(C_{1-3}-alkyl)-N-(phenyl-C_{1-3}-alkyl)amino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenylamino-C_{1-3}-alkyl, phenyloxy, phenylalkoxy, phenylthio, phenyl-C_{1-3}-alkylthio, C_{1-3}-alkylsulfinyl, C_{1-3}-alkylsulfonyl, aminosulfonyl, C_{1-3}-alkylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-(C_{1-3}-alkyl)-N-phenylaminosulfonyl; and

R^9 is methyl or amino; or

a pharmaceutically-acceptable salt, tautomer or prodrug thereof.

Claims 102-114 (canceled)

Claim 115 (previously presented) The method of Claim 101 for use in the treatment of an inflammation-associated disorder.

Claim 116 (previously presented) The method of Claim 115 wherein the inflammation-associated disorder is arthritis.

Claim 117 (previously presented) The method of Claim 115 wherein the inflammation-associated disorder is pain.

Claim 118 (previously presented): The method of Claim 115 wherein the inflammation-associated disorder is fever.

Claim 119 (previously presented): A method of treating cancer, said method comprising administering to the subject having or susceptible to such cancer, a therapeutically-effective amount of a compound of Claim 101.

Claim 120 (previously presented): The method of Claim 119 wherein the compound is administered intravenously.

Claim 121 (previously presented): The method of Claim 119 wherein the compound is administered intramuscularly.

Claim 122 (previously presented): Compound of Claim 31 selected from the group consisting of

3-phenyl-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-chlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-chlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-bromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-bromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-fluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-fluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-methylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-methylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-cyanophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-cyanophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-trifluoromethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-trifluoromethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3-trifluoromethoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(4-trifluoromethoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,4-dichlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,4-dibromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,4-difluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,5-dichlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,5-dibromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,5-difluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,4-dimethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;
3-(3,5-dimethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-methyl-4-chlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-methyl-3-chlorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-methyl-4-fluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-methyl-3-fluorophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-methyl-4-bromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-methyl-3-bromophenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-methyl-4-trifluoromethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]-thiophene;

3-(4-methyl-3-trifluoromethylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]-thiophene;

3-(3-methyl-4-trifluoromethoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]-thiophene;

3-(4-methyl-3-trifluoromethoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]-thiophene;

3-(3-cyano-4-methylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-cyano-3-methylphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-chloro-4-methoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-chloro-3-methoxyphenyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(2-methylpyridin-6-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(2-methylthiazol-4-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(4-methylthiazol-2-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(2-methylpyridin-3-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(2-methylpyridin-3-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(3-pyridinyl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(5-methylpyridin-3-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-(2-methylpyridin-3-yl)-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-cyclohexyl-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

3-cyclopentyl-4-[3-fluoro-4-(methylsulfonyl)phenyl]thiophene;

2-fluoro-4-[4-phenyl-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-chlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-chlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-bromophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-bromophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-fluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-fluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-methylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-methylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-cyanophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-cyanophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-trifluoromethylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-trifluoromethylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-trifluoromethoxyphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-trifluoromethoxyphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,4-dichlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,4-dibromophenyl)-3-thiophenyl]benezenesulfonamide

2-fluoro-4-[4-(3,4-difluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,5-dichlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,5-dibromophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,5-difluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,4-dimethylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3,5-dimethylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-methyl-4-chlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-methyl-3-chlorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-methyl-4-fluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-methyl-3-fluorophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-methyl-4-bromophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-methyl-3-bromophenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-methyl-4-trifluoromethylphenyl)-3-thiophenyl]benezene-sulfonamide;

2-fluoro-4-[4-(4-methyl-3-trifluoromethylphenyl)-3-thiophenyl]benezene-sulfonamide;

2-fluoro-4-[4-(3-methyl-4-trifluoromethoxyphenyl)-3-thiophenyl]benezene-sulfonamide;

2-fluoro-4-[4-(4-methyl-3-trifluoromethoxyphenyl)-3-thiophenyl]benezene-sulfonamide;

2-fluoro-4-[4-(3-cyano-4-methylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-cyano-3-methylphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-chloro-4-methoxyphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-chloro-3-methoxyphenyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(2-methylpyridin-6-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(2-methylthiazol-4-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(4-methylthiazol-2-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(2-methylpyridin-3-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(2-methylpyridin-3-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(3-pyridinyl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(5-methylpyridin-3-yl)-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-(2-methylpyridin-3-yl)-3-thiophenyl]benezenesulfonamide;

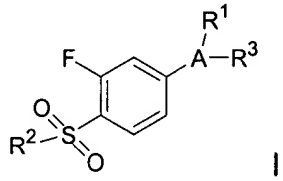
2-fluoro-4-[4-cyclohexyl-3-thiophenyl]benezenesulfonamide;

2-fluoro-4-[4-cyclopentyl-3-thiophenyl]benezenesulfonamide;

and the pharmaceutically-acceptable salts, tautomers and prodrugs thereof.

Claim 123 (canceled)

Claim 124 (previously presented): A method of treating inflammation or an inflammation-associated disorder, said method comprising administering to the subject having or susceptible to such inflammation or inflammation-associated disorder, a therapeutically-effective amount of a compound of Formula I:



I

wherein

A is a radical selected from the group consisting of thienyl, furanone, isoxazolyl, pyrazolyl, cyclopentenyl and pyridinyl;

R^1 is cyclohexyl, pyridinyl, or phenyl, wherein said cyclohexyl, pyridinyl, and phenyl is optionally substituted with one, two or three radicals selected from the group consisting of C_{1-2}-alkyl, C_{1-2}-haloalkyl, cyano, carboxyl, C_{1-2}-alkoxycarbonyl, hydroxyl, C_{1-2}-hydroxyalkyl, C_{1-2}-haloalkoxy, amino, C_{1-2}-alkylamino, phenylamino, nitro, C_{1-2}-alkoxy-C_{1-2}-alkyl, C_{1-2}-alkylsulfinyl, halo, C_{1-2}-alkoxy and C_{1-3}-alkylthio;

R^2 is methyl or amino; and

R^3 represents one or more radicals selected from the group consisting of hydrido, halo, C_{1-2}-alkyl, C_{2-3}-alkenyl, C_{2-3}-alkynyl, oxo, cyano, carboxyl, cyano-C_{1-3}-alkyl, (5- or 6- member ring heterocyclyl)oxy, C_{1-3}-alkoxy, C_{1-3}-alkylthio, C_{1-3}-alkylcarbonyl, C_{3-6}-cycloalkyl, phenyl, C_{1-3}-haloalkyl, 5- or 6- member ring heterocyclyl, C_{3-6}-cycloalkenyl, phenyl-C_{1-3}-alkyl, (5- or 6- member ring heterocyclyl)-C_{1-3}-alkyl, C_{1-3}-alkylthio-C_{1-3}-alkyl, C_{1-3}-hydroxyalkyl, C_{1-3}-alkoxycarbonyl, phenylcarbonyl, phenyl-C_{1-3}-alkylcarbonyl, phenyl-C_{2-3}-alkenyl, C_{1-3}-alkoxy-C_{1-3}-alkyl, phenylthio-C_{1-3}-alkyl, phenyloxy-C_{1-3}-alkyl, C_{1-3}-alkoxyphenyl-C_{1-3}-alkoxy-C_{1-3}-alkyl, C_{1-3}-alkoxycarbonyl-C_{1-3}-alkyl, aminocarbonyl, aminocarbonyl-C_{1-3}-alkyl, C_{1-3}-alkylaminocarbonyl, N-phenylaminocarbonyl, N-(C_{1-3}-alkyl)-N-phenylaminocarbonyl, C_{1-3}-alkylaminocarbonyl-C_{1-3}-alkyl, carboxy-C_{1-3}-alkyl, C_{1-3}-alkylamino, N-phenylamino, N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-(phenyl-C_{1-3}-alkyl)amino, N-(C_{1-3}-alkyl)-N-phenylamino, amino-C_{1-3}-alkyl, C_{1-3}-alkylamino-C_{1-3}-alkyl, N-phenylamino-C_{1-3}-alkyl, N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenyl-C_{1-3}-alkylamino-C_{1-3}-alkyl, N-(C_{1-3}-alkyl)-N-phenylamino-C_{1-3}-alkyl, phenyloxy, phenyl-C_{1-3}-alkoxy, phenylthio, phenyl-C_{1-3}-alkylthio, C_{1-3}-alkylsulfinyl, C_{1-3}-alkylsulfonyl, aminosulfonyl, C_{1-3}-alkylaminosulfonyl, N-phenylaminosulfonyl, phenylsulfonyl, and N-(C_{1-3}-alkyl)-N-phenylaminosulfonyl;

or a pharmaceutically-acceptable salt, tautomer or prodrug thereof.

Claim 125 (previously presented): The method of Claim 124 for use in the treatment of an inflammation-associated disorder.

Claim 126 (previously presented): The method of Claim 125 wherein the inflammation-associated disorder is arthritis.

Claim 127 (previously presented): The method of Claim 125 wherein the inflammation-associated disorder is pain.

Claim 128 (previously presented): The method of Claim 125 wherein the inflammation-associated disorder is fever.

Claim 129 (previously presented) A method of treating a neoplasia selected from the group consisting of colorectal cancer, brain cancer, bone cancer, epithelial cell-derived neoplasia (epithelial carcinoma) such as basal cell carcinoma, adenocarcinoma, gastrointestinal cancer such as lip cancer, mouth cancer, esophogeal cancer, small bowel cancer and stomach cancer, colon cancer, liver cancer, bladder cancer, pancreas cancer, ovary cancer, cervical cancer, lung cancer, breast cancer and skin cancer, prostate cancer, and renal cell carcinoma, Barrett's esophagus, and familial adenomatous polyposis, fibrosis, said method comprising administering to the subject having or susceptible to such cancer, a therapeutically-effective amount of a compound of Claim 7.

Claim 130 (previously presented) The method of Claim 129 wherein the compound is administered intravenously.

Claim 131 (previously presented) The method of Claim 129 wherein the compound is administered intramuscularly.

Claims 132-137 (canceled)